



DEPARTMENT OF ENERGY

[Docket Nos. 10-160-LNG, 10-161-LNG, 11-161-LNG, 12-06 LNG, 16-108-LNG, 18-26-LNG, 21-98-LNG]

Change in Control; Freeport LNG Development, L.P.

AGENCY: Office of Fossil Energy and Carbon Management, Department of Energy.

ACTION: Notice of change in control.

SUMMARY: The Office of Fossil Energy and Carbon Management (FECM) (formerly the Office of Fossil Energy) of the Department of Energy (DOE) gives notice of receipt of a Statement of Change in Control (Statement) filed by Freeport LNG Development, L.P. (FLNG) on January 13, 2022 (as supplemented on January 27 and March 3, 2022) in the referenced dockets. The Statement, as supplemented, describes a change in FLNG's upstream ownership. The Statement was filed under the Natural Gas Act (NGA).

DATES: Protests, motions to intervene, or notices of intervention, as applicable, and written comments are to be filed electronically as detailed in the **Public Comment Procedures** section no later than 4:30 p.m., Eastern time, [INSERT DATE 15 DAYS AFTER DATE OF PUBLICATION IN THE *FEDERAL REGISTER*].

ADDRESSES:

Electronic Filing by email:

fergas@hq.doe.gov

Although DOE has routinely accepted public comment submissions through a variety of mechanisms, including postal mail and hand delivery/courier, DOE has found it necessary to make temporary modifications to the comment submission process in light of the ongoing Covid-19 pandemic. DOE is currently accepting only electronic submissions at this time. If a commenter finds that this change poses an undue hardship, please contact Office of Resource

Sustainability staff at (202) 586-4749 or (202) 586-7893 to discuss the need for alternative arrangements. Once the Covid-19 pandemic health emergency is resolved, DOE anticipates resuming all of its regular options for public comment submission, including postal mail and hand delivery/courier.

FOR FURTHER INFORMATION CONTACT:

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SUPPLEMENTARY INFORMATION:

Summary of Change in Control

In the Statement, FLNG states that, on November 14, 2021, JERA entered into a Securities Purchase Agreement whereby JERA Americas Inc. (JERA) agreed to acquire a 25.7% equity interest in FLNG through a wholly-owned subsidiary created for the purposes of this transaction (Transaction). FLNG states that JERA is wholly-owned by JERA Co., Inc., which in turn is an equal joint venture of TEPCO Fuel & Power, Incorporated (TEPCO) and Chubu Electric Power Company (Chubu). FLNG states that the Government of Japan indirectly owns a 27.37% interest in TEPCO.¹

¹ In the Statement, FLNG states that the Transaction received approval from the Committee on Foreign Investment in the United States (CFIUS) on January 12, 2022. Although DOE expresses no opinion on CFIUS review,

FLNG further states that, following consummation of the Transaction, (i) JERA will own 25.7% of FLNG's equity interest, (ii) Freeport LNG Investment, LLLP will retain its 63.5% indirect ownership interest in FLNG, and (iii) Osaka Gas will retain its 10.8% indirect ownership interest in FLNG. Freeport LNG-GP, LLC will continue to be the sole general partner of FLNG, with no change in ownership.

In its email supplement submitted on January 27, 2022, FLNG notified DOE that the Transaction closed on January 24, 2022.

Additional details can be found in the Statement and supplements, posted on the DOE website at:

https://www.energy.gov/sites/default/files/2022-04/DOE%20CIC%20Statement%20-%20Freeport_Jera.pdf,

<https://www.energy.gov/sites/default/files/2022-04/Email%20Correspondence%20with%20FLEX.pdf>;

https://www.energy.gov/sites/default/files/2022-03/DOE%20CIC%20Supplement%20to%20Jan%2013%202022%20Stateement%20-%20Freeport_Jera.pdf.

DOE Evaluation

DOE will review the Statement, as supplemented, in accordance with its Procedures for Changes in Control Affecting Applications and Authorizations to Import or Export Natural Gas (CIC Procedures).² Consistent with the CIC Procedures, this notice addresses FLNG's various authorizations to export liquefied natural gas (LNG) to non-free trade agreement (non-FTA) countries, as identified in the Statement, as supplemented.³ If no interested person protests the change in control and DOE takes no action on its own motion, the change in control will be deemed granted 30 days after publication in the *Federal Register*. If one or more protests are submitted, DOE will review any motions to intervene, protests, and answers, and will issue a determination as to whether the change in control has been demonstrated to render the underlying authorizations inconsistent with the public interest.

Public Comment Procedures

Interested persons will be provided 15 days from the date of publication of this notice in the *Federal Register* to move to intervene, protest, and answer FLNG's Statement, as supplemented.⁴ Protests, motions to intervene, notices of intervention, and written comments are invited in response to this notice only as to the change in control described in the Statement (as supplemented). All protests, comments, motions to intervene, or notices of intervention must meet the requirements specified by DOE's regulations in 10 CFR part 590, including the service requirements.

As noted, DOE is only accepting electronic submissions at this time. Please email the filing to fergas@hq.doe.gov. All filings must include a reference to "Docket Nos. 10-160-LNG, *et al.*" or "Freeport LNG Development, L.P. Change in Control" in the title line.

² 79 FR 65541 (Nov. 5, 2014).

³ FLNG's Statement also applies to its existing authorizations to export LNG to FTA countries, and its pending application to export LNG to non-FTA countries, both as identified in the Statement, as supplemented. DOE will respond to those portions of the Statement separately pursuant to the CIC Procedures, 79 FR 65542.

⁴ Intervention, if granted, would constitute intervention only in the change in control portion of these proceedings, as described herein.

Please Note: Please include all related documents and attachments (e.g., exhibits) in the original email correspondence. Please do not include any active hyperlinks or password protection in any of the documents or attachments related to the filing. All electronic filings submitted to DOE must follow these guidelines to ensure that all documents are filed in a timely manner. Any hardcopy filing submitted greater in length than 50 pages must also include, at the time of the filing, a digital copy on disk of the entire submission.

The Statement, as supplemented thereto, and any filed protests, motions to intervene, notices of intervention, and comments will be available electronically by going to the following DOE Web address: *<https://www.energy.gov/fecm/division-natural-gas-regulation>*.

Signed in Washington, DC, on May 6, 2022.

Amy Sweeney,

Director, Office of Regulation, Analysis, and Engagement,

Office of Resource Sustainability.

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